

EXHIBIT A

Hughes, Brendan

From: Isaacs, Bruce <Brucelsaacs@dwt.com>
Sent: Tuesday, March 20, 2018 1:05 PM
To: Shapiro, Ian
Cc: Hughes, Brendan; Wyman, Bob; Brounell, Geoffrey; Isaacs, Bruce
Subject: RE: SM Kids v. Google

Ian:

I have now received confirmation that the members of SM Kids LLC have their citizenship in Florida.

Please let me know your thoughts and suggestions on this issue moving forward.

bi

Bruce Isaacs | Davis Wright Tremaine LLP
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From: Isaacs, Bruce
Sent: Monday, March 19, 2018 4:48 PM
To: 'Shapiro, Ian'
Cc: Hughes, Brendan; Wyman, Bob; Brounell, Geoffrey; Isaacs, Bruce
Subject: RE: SM Kids v. Google

Ian:

I'm still waiting for some factual information from my client which we will share with once we receive it.

bi

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From: Shapiro, Ian [<mailto:ishapiro@cooley.com>]
Sent: Monday, March 19, 2018 12:45 PM
To: Isaacs, Bruce
Cc: Hughes, Brendan; Wyman, Bob; Brounell, Geoffrey
Subject: RE: SM Kids v. Google

Thanks.

Ian Shapiro

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From: Isaacs, Bruce [<mailto:Brucelsaacs@dwt.com>]

Sent: Monday, March 19, 2018 3:44 PM

To: Shapiro, Ian <ishapiro@cooley.com>

Cc: Hughes, Brendan <bhughes@cooley.com>; Wyman, Bob <BobWyman@dwt.com>; Brounell, Geoffrey <GeoffreyBrounell@dwt.com>; Isaacs, Bruce <Brucelsaacs@dwt.com>

Subject: Re: SM Kids v. Google

Should know by the end of the day I hope.

Sent from my iPhone

On Mar 19, 2018, at 12:40 PM, Shapiro, Ian <ishapiro@cooley.com> wrote:

Alphabet is headquartered in CA. Please let me know when you expect to have the information relating to SM Kids. Ian.

Ian Shapiro

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From: Isaacs, Bruce [<mailto:Brucelsaacs@dwt.com>]

Sent: Monday, March 19, 2018 3:09 PM

To: Shapiro, Ian <ishapiro@cooley.com>

Cc: Hughes, Brendan <bhughes@cooley.com>; Wyman, Bob <BobWyman@dwt.com>; Brounell, Geoffrey <GeoffreyBrounell@dwt.com>; Isaacs, Bruce <Brucelsaacs@dwt.com>

Subject: RE: SM Kids v. Google

Please let me know the “nerve center” for Alphabet Inc. I believe that information is important to the determination of diversity. I am still waiting on information about the members of SM Kids, but I will provide it in exchange for the information above.

If this exchange of information indicates complete diversity, we can they discuss how to handle things logically.

Thanks.

bi

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From: Shapiro, Ian [<mailto:ishapiro@cooley.com>]
Sent: Monday, March 19, 2018 12:00 PM
To: Isaacs, Bruce
Cc: Hughes, Brendan; Wyman, Bob; Brounell, Geoffrey
Subject: RE: SM Kids v. Google

Thanks Bruce. The only defendant entity with members is Google LLC, and its sole member is XXVI Holdings Inc. The sole shareholder of XXVI Holdings Inc. is Alphabet Inc. I am assuming that you will now provide us with the identities and citizenship of the members of SM Kids LLC. Ian.

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From: Isaacs, Bruce [<mailto:Brucelsaacs@dwt.com>]
Sent: Monday, March 19, 2018 12:05 PM
To: Shapiro, Ian <ishapiro@cooley.com>
Cc: Hughes, Brendan <bhughes@cooley.com>; Wyman, Bob <BobWyman@dwt.com>; Brounell, Geoffrey <GeoffreyBrounell@dwt.com>; Isaacs, Bruce <Brucelsaacs@dwt.com>
Subject: RE: SM Kids v. Google

Ian:

I am in the process of seeking to find out the citizenship of the members of the SM Kids LLC.

It seems to me that in order to conduct a fair, forthright and proper analysis of the diversity issue, I need to know from you the citizenship of all of the members of all of the Defendants.

Are you willing to do an simultaneous exchange of that information?

Please let me know.

We share your goal of avoiding unnecessary motion practice.

Thanks.

bi

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From: Shapiro, Ian [<mailto:ishapiro@cooley.com>]
Sent: Sunday, March 18, 2018 6:28 PM
To: Isaacs, Bruce
Cc: Hughes, Brendan; Wyman, Bob; Brounelli, Geoffrey
Subject: RE: SM Kids v. Google

I think it is required by the allegation that there is a lack of complete diversity. In any jurisdictional allegation, the facts alleged need to be specific enough to establish jurisdiction. Here you have alleged jurisdiction pursuant to the settlement agreement based on the absence of diversity jurisdiction, but the complaint does not alleged any facts supporting the absence of diversity jurisdiction. We are trying to avoid unnecessary motion practice. Thanks, Ian.

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From: Isaacs, Bruce [<mailto:Brucelsaacs@dwt.com>]
Sent: Sunday, March 18, 2018 7:46 PM
To: Shapiro, Ian <ishapiro@cooley.com>
Cc: Hughes, Brendan <bhughes@cooley.com>; Wyman, Bob <BobWyman@dwt.com>; Brounelli, Geoffrey <GeoffreyBrounelli@dwt.com>; Isaacs, Bruce <Brucelsaacs@dwt.com>
Subject: RE: SM Kids v. Google

Hi Ian:

Do you have authority for the proposition that an LLC has to allege the citizenship of its members? Please advise.

Thank you.

bi

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From: Shapiro, Ian [<mailto:ishapiro@cooley.com>]
Sent: Sunday, March 18, 2018 5:26 AM
To: Isaacs, Bruce
Cc: Hughes, Brendan
Subject: SM Kids v. Google

Bruce: SM Kids' complaint pleads lack of diversity but does not describe the citizenship of the LLC's members, which would be the basis for determining whether or not there is complete diversity. Could you please let us know today, if possible, and if not, tomorrow morning, the identity of the LLC's members and their citizenship? We appreciate it, and if there is anything you would like to discuss in this respect, Brendan and I are available. Ian.

Ian Shapiro

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